

RECORDATION NO. 14493 - L  
FILED

JUL 16 '09 -11 0 0 AM

SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

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OF COUNSEL  
URBAN A. LESTER

July 16, 2009

Anne K. Quinlan, Esq.  
Acting Secretary  
Surface Transportation Board  
395 "E" Street, S.W.  
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of an Affidavit, dated July 16, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Commission under Recordation Number 14493.

The name and address of the party to the enclosed document are:

Party: Progress Fuels Corporation (f/k/a Electric  
Fuels Corporation)  
1 Progress Plz,  
Saint Petersburg, FL 33701

Anne K. Quinlan, Esq.  
July 16, 2009  
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A description of the railroad equipment covered by the enclosed document  
is:

194 railcars: ELFX 84501 - ELFX 84582, ELFX 84584 - ELFX  
84620 and ELFX 89001 - ELFX 89075.

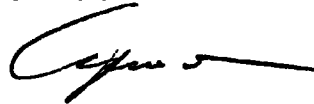
A short summary of the document to appear in the index is:

Affidavit.

Also enclosed is a check in the amount of \$41.00 payable to the order of  
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the  
undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Robert W. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem  
Enclosures

RECORDATION NO. 14493-C FILED

JUL 18 '09 -11 00 AM

SURFACE TRANSPORTATION BOARD

STATE OF NORTH CAROLINA )  
 ) ss.  
COUNTY OF WAKE )

AFFIDAVIT

Before me, a notary public, in and for the County and State aforesaid, appeared Thomas R. Sullivan, who first being duly sworn, stated as follows:

1. I am the Vice President and Treasurer of Progress Fuels Corporation ("PFC"), and I am authorized to make this Affidavit on behalf of PFC.

2. Progress Fuels Corporation (previously known as Electric Fuels Corporation ("EFC")) was party to an Equipment Trust Agreement, dated as of December 1, 1984 (the "Agreement") for which Mercantile-Safe Deposit and Trust Company ("Mercantile") served as Trustee. The Agreement was recorded with the Interstate Commerce Commission on December 4, 1984 at 1:15 p.m. and was assigned Recordation Number 14493. Supplement No. 1 to the Agreement was later recorded on April 25, 1990 at 2:45 p.m. and was assigned Recordation Number 14493-A.

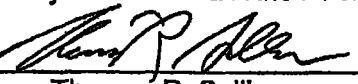
3. Under the Agreement, Mercantile, as Trustee, leased to EFC certain units of railroad equipment identified on Schedule A attached hereto (the "Equipment").

4. EFC paid in full the rental obligations in respect to the Equipment, together with interest and all other expenses as required by the Agreement and performed all obligations set forth therein. Under Section 4.05 of the Agreement, after all payments were fully satisfied, title to all the Equipment automatically vested in EFC.

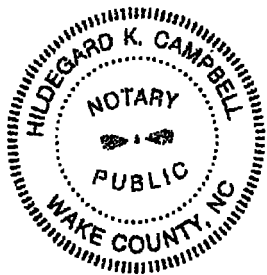
5. EFC's records relating to its acquisition of the Equipment pursuant to the Agreement cannot be located. Mercantile no longer exists and any of its records relating to the Agreement cannot be located.

6. This Affidavit is submitted for filing with the Surface Transportation Board as best evidence that the Agreement was terminated, effective December 1, 1999, and that EFC thereafter held title to the Equipment free and clear of any liens or encumbrances imposed by the Agreement.

PROGRESS FUELS CORPORATION  
(formerly known as Electric Fuels Corporation)

By:   
Name: Thomas R. Sullivan  
Title: Vice President and Treasurer

Subscribed and sworn before me this 16<sup>th</sup> day of July, 2009.



  
NOTARY PUBLIC

My commission expires: May 17, 2014

SEAL

SCHEDULE A

SCHEDULE I  
to  
Equipment Trust Agreement dated December 1, 1984,  
as amended by Supplement No. 1 dated April 19, 1990

Description of Trust Equipment

<u>Quantity</u>	A.A.R. Car Type <u>Code</u>	Initialed and Numbered
119	K440	ELFX 84501-84582 ELFX 84584-84620
75	HTS	ELFX 89001-89075

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 7/16/09



Robert W. Alvord